

KIRKPATRICK & LOCKHART
NICHOLSON GRAHAM LLP
Edward M. Fox, Esq. (EF1619)
599 Lexington Avenue
New York, New York 10022
Telephone (212) 536-3900
Attorneys for Wilmington Trust Company,
as Indenture Trustee

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	Chapter 11
	:	Case No. 05-44481 (RDD)
DELPHI CORPORATON, <i>et al.</i> ,	:	(Jointly Administered)
	:	
Debtors.	:	ORDER TO SHOW CAUSE
	:	
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Upon the annexed Affidavit of Edward M. Fox in Support of an Order To Show cause why (i) the trial subpoena issued by Delphi Corporation and its debtor subsidiaries and affiliates (collectively, the "Debtors") seeking trial testimony from the person or persons identified by WTC pursuant to Fed. R. Civ. P. 30(b)(6) and delivered on its counsel on June 26, 2006 and (ii) the trial subpoena issued by Debtors to Steven Cimalore dated June 28, 2006 and served on WTC's counsel (collectively, the "Trial Subpoena") in connection with the Hourly Special Attrition Programs Motion No. 2 (the "Motion") should not be quashed, sworn to June 28, 2006, and the exhibits thereto, and the accompanying Memorandum of Law in Support of Motion For an Order Quashing the Trial Subpoena dated June 28, 2006, it is hereby

ORDERED that the Debtors shall show cause before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Courthouse, 1 Bowling Green, New York, New York, on _____, 2006, at _____ a.m./p.m., or as soon

thereafter as counsel can be heard, why an Order should not be entered quashing the Trial Subpoena; and it is further

ORDERED that, pending the hearing and determination of WTC's motion to quash, any obligation WTC may have to comply with the Trial Subpoena shall be stayed; and it is further

ORDERED that delivery of a copy of this Order to Show Cause and the papers upon which it is granted upon: _____ by hand or by national overnight delivery service for receipt on or before the _____ day of _____, 2006, shall be deemed good and sufficient service thereof; and it is further

ORDERED that opposing papers, if any, shall be served in a manner so that they are both filed with the Court (with a courtesy copy delivered to the Chambers of the undersigned) and received in hand by Edward M. Fox, Kirkpatrick & Lockhart Nicholson Graham LLP, 599 Lexington Avenue, New York, New York 10022, on or before _____ a.m./p.m. (Eastern Time) on _____, 2006; and it is further

ORDERED that reply papers, if any, shall be served in a manner so that they are both filed with the Court (with a courtesy copy delivered to the Chambers of the undersigned) and received in hand by _____, on or before _____ a.m./p.m. (Eastern Time) on _____, 2006.

Dated: New York, New York
_____, 2006

United States Bankruptcy Judge